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The following constitutes  
the order of the court. Signed October 29, 2008

  
Roger L. Efremsky  
U.S. Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA, DIVISION 5

In re  
ALPHA FACTORS, INC., dba Century 21  
Alpha,  
Debtor.

Case No. 08-54475 RLE  
Chapter 11  
NO HEARING REQUIRED

**ORDER GRANTING EX PARTE APPLICATION FOR  
APPOINTMENT OF SPECIAL COUNSEL FOR DEBTOR**

The Court has considered the Ex Parte Application For Appointment of Special Counsel (the "Application") filed by Debtor and debtor in possession Alpha Factors, Inc. dba Century 21 Alpha (the "Debtor"). There being no objection, and good cause appearing therefor, the Application be and hereby is GRANTED.

IT IS THEREFORE ORDERED that

1. Erickson, Arbuthnot, Kilduff, Day & Lindstrom, Inc. ("Special Counsel") be and hereby is employed as special counsel for the Debtor pursuant to 11 U.S.C. section 327(e).

2. The Debtor shall not pay Special Counsel for services rendered or expenses advanced until after entry of an order of this Court approving such payment

ORDER GRANTING EX PARTE APPLICATION FOR APPOINTMENT OF SPECIAL COUNSEL

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1 after a hearing on notice to all creditors.

2 \*\*\*\*\* END OF ORDER \*\*\*\*\*

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1                   COURT SERVICE LIST

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